



City of San Diego International Affairs Board Bylaws

Amended July 27, 2023

City of San Diego
International Affairs Board
Bylaws

Article I *Statement of Purpose*

The International Affairs Board is an advisory board created under San Diego Charter section 43(a) and advises the Mayor and Council of the City of San Diego.

Article II

Mission Statement

Pursuant to the provisions of Chapter 2, Article 6, Division 00, Sections 26.22 and 26.23 of the San Diego Municipal Code, the International Affairs Board [the Board] shall foster and promote San Diego's global identity, encourage global cultural connections, cultivate international economic competitiveness, and advise the Mayor and City Council on ways that international issues and policies impact the City of San Diego [City]. The Board shall further serve as a "hub" for international activity in the City, where globally oriented agencies and organizations would share information and work on issues related to the City's global identity. The Board shall also confer with the San Diego International Sister Cities Corporation to make appropriate recommendations to the Mayor and City Council concerning the establishment of additional formal and informal global relationships.

Article III *Membership*

The Board is comprised of seventeen members, nine appointed by the Mayor and confirmed by the Council of the City of San Diego [City Council], qualified by training, experience, or interest in international affairs [Community Members]. Eight members of the Board shall represent civic organizations with international affairs involvement or expertise, and organizations may recommend for appointment such representatives, who would be considered for appointment by the Mayor and confirmation by City Council [Civic Organization Members]. All members shall be residents of the County of San Diego, serve without compensation, serve for two-year terms and not to exceed a maximum of four consecutive terms, and each member shall serve until a successor is duly appointed and confirmed. The Community Members shall be appointed in such a manner that the terms of not more than five members shall expire in any year. The Civic Organization Members shall be appointed in such a manner that the terms of not more than four members shall expire in any year. The expiration date for all members shall be March 1. During March of each year, the Mayor may designate one of the nine members as Chair; however, in the absence of such designation, the Board shall, on or After April 15, elect a Chair from among the nine members. The Board shall elect a Vice Chair from among its members at the meeting following the designation of a Chair by the Mayor or at the time of electing the Chair in the absence of a designation of a Chair by the Mayor.
(Amended December 12, 2018)

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Article IV *Standards of Conduct*

In accepting the Oath of Office, members of the Board shall maintain the highest standards of professional and personal conduct. Members shall support the purpose and intent of the Board as established in the Municipal Code, uphold all laws and regulations, and refrain from using their membership on the Board to secure special advantage or benefit for themselves or others. Board members shall treat all fellow members, as well as members of the public, with courtesy, respect, objectivity, and fairness. Members shall refrain from engaging in activities which could result in a conflict of interest or reflect in a derogatory manner on the City.

Members are expected to attend and participate in all regularly scheduled meetings. Three unexcused absences shall be reported by the Chair to the Mayor of the City of San Diego for appropriate review. Flagrant and repetitive violations of the standards of conduct by Board members shall be reported to the Mayor of the City of San Diego by the Chair for remedial action.

Article V *Termination of Membership*

The membership of any International Affairs Board member shall terminate upon the occurrence of any of the following events:

- a) Resignation or death of a member;
- b) Expiration of the membership term and a successor is duly appointed and qualified; or
- c) A member is removed by a majority vote of the City Council.

Article VI *Meeting of Members*

Section 1. *Place of Meetings*: Meetings of the Board shall be held at any place within the City of San Diego that is open to the public and as designated by the Chair.

Section 2. *Notice of Meetings*: A written notice of every Board meeting shall be given to each member not less than 7, but not more than 90, days before the meeting. The notice shall state the place, date, and hour of the meeting, any matters which the Chair intends to present for action by the Board, and the general nature of any other items on the agenda. The Board shall notice the public of all regular or special meetings of the Board pursuant to the requirements under the Ralph M. Brown Act.

Section 3. *Quorum*: At all Board meetings, the physical presence of nine (9) members shall constitute a quorum. A member participating by teleconference/video conference shall not count towards the quorum. A majority vote shall be necessary to make any Board decision and an act of the majority of the members shall be the act of the full membership. (Amended December 12, 2018)

Section 4. *Participation by teleconference*: Members may participate by teleconference/video conference only in limited circumstances pursuant to the Provisions of the Ralph M. Brown Act.

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Article VII *Voting*

Section 1. *Eligibility to Vote*: Persons entitled to vote at any Board meeting shall be limited to those persons appointed by the Mayor and confirmed by the City Council under Article III of these bylaws.

Section 2. *Manner of Casting Votes*: Voting shall be by voice or show of hands, unless a written ballot is demanded by any voting member before the voting begins. In cases involving a written ballot, the Chair shall appoint three voting members as inspectors of voting to verify the validity of any ballot and to count the votes. Any question of the validity of any ballot shall be resolved by a majority vote of the inspectors. When all the ballots have been counted, the inspectors of voting shall report the results to the Chair who shall announce the results. Decisions taken by the Board shall be by majority vote. If a member of the public appears by teleconference/video conference, voting will be conducted by roll call.

Section 3. *Proxies*: Voting by proxy is not permitted and voting *in absentia* is permitted only in limited circumstances pursuant to the provisions of the Ralph M. Brown Act.

Section 4. *Public Participation*: Interested members of the public are invited to attend meetings of the Board and may offer comments to items on the agenda and which are otherwise consistent with the requirements of the Ralph M. Brown Act.

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Article VIII *Officers*

Section 1. The officers of the International Affairs Board shall consist of a Chair, who is either appointed by the Mayor of the City of San Diego or selected pursuant to Article III, and a Vice-Chair and, a elected by the Board. The Chair, who shall preside at all Board meetings, in consultation with the Executive Committee, shall set the agenda, time, and place of such meetings, and provide a timely written notice thereof pursuant to the provisions of Article VI, Section 2 of these bylaws.

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Section 2. An Executive Committee consisting of the Chair, Vice-Chair, and two other members that are selected by the Board shall be responsible for drafting and preparing an annual report of the Board's activities to the Mayor and City Council. This annual report shall be approved and submitted by the Board during the month of December. The Vice-Chair shall perform the duties and responsibilities that may be delegated by the Chair. In the absence of the Chair, the Vice-Chair shall perform the Chair's duties. (Amended September 15, 2008)

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Article IX *Committees*

At the discretion of the Chair, one or more committees may be established to perform ongoing or occasional tasks as necessary. Members should be willing to accept assignments and participate in committees. (Amended September 15, 2004)

Article X *Disbursement of Funds*

Any money under the control or raised by the International Affairs board shall be disbursed in compliance with the Mission Statement expressed in Article II and in accord with Article VI and Article VII and shall comply with all City regulations and processes for disbursement. (Amended October 15, 2003)

Article XI *Legal Advisor*

Under appropriate circumstances, the City Attorney will act as a resource for the Board.

Article XII *Parliamentary Procedure*

All board meetings shall be conducted according to the latest revised edition of *Robert's Rules of Order* and in compliance with the San Diego Municipal Code, the Charter of the City of San Diego and the Ralph M. Brown Act.

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Article XIII *Amendments*

These bylaws shall be reviewed annually or as deemed necessary by the Chair. They may be amended at any regular meeting of the Board by majority vote, provided such proposed amendments are circulated in writing to all Board members and made public with the meeting agenda on the Board website at least ten (10) days prior to such a meeting. By-Law review can be initiated at any time by a majority vote of the Board at a regular Board meeting. (Amended September 15, 2004)